

GOULSTON & STORRS

A PROFESSIONAL CORPORATION

COUNSELLORS AT LAW

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April 29, 1994

VIA HAND DELIVERY AND
CERTIFIED MAIL #P 923 974 037
RETURN RECEIPT REQUESTED

Ms. Valerie A. Armstrong
Environmental Analyst
Massachusetts Department of
Environmental Protection
10 Commerce Way
Woburn, MA 01801

VIA HAND DELIVERY AND
CERTIFIED MAIL #P 923 974 039
RETURN RECEIPT REQUESTED

Mr. Stephen M. Johnson
Section Chief
Site Management/Permits Section
Bureau of Waste Site Cleanup
Massachusetts Department of
Environmental Protection
10 Commerce Way
Woburn, MA 01801

Re: Wilmington - Olin Chemical
51 Eames Street, RTN # 3-0471

Dear Ms. Armstrong and Mr. Johnson:

Goulston & Storrs represents the Stepan Company ("Stepan") with respect to the site referenced above as Wilmington - Olin Chemical, 51 Eames Street, RTN # 3-0471 (the "Site"). This letter will acknowledge Stepan's receipt of the Massachusetts Department of Environmental Protection's ("DEP's") "NOTICE OF RESPONSIBILITY AND INTERIM DEADLINE(S)" letter of March 31, 1994 (the "Letter").

Please be advised that Stepan does not intend to become a "joint permittee" for the Site with the Olin Corporation

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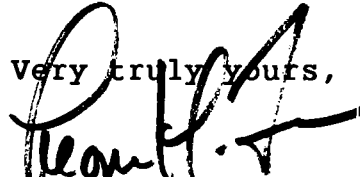
("Olin") and/or any other parties at this time. Stepan is aware that a Tier IA Transition Statement will be sent out to Olin after the thirty (30) day deadline contained in the Letter has expired.

However, it is important for the DEP to understand that Stepan is now cooperating fully with Olin with respect to response actions at the Site. In fact, Stepan and Olin have reached an agreement pursuant to which Stepan and Olin are now sharing the costs of monitoring activities, consultant fees and necessary response actions at the Site, which we understand are now moving forward promptly.

Notwithstanding the foregoing, Stepan denies any and all allegations set forth in the Letter which relate to Stepan and disclaims any and all responsibility and liability for the Site, its remediation and any response action costs incurred by the Commonwealth, or any other party, in connection with it.

Thank you for your attention to this matter. Kindly forward any further communications directly to Jeffrey W. Bartlett, Vice President, Secretary and General Counsel, Stepan Company, Law Department, 22 Frontage Road, Northfield, IL 60093 with a copy to this office.

Very truly yours,



Leonard H. Freiman

LHF/hah
2229

cc: Jeffrey W. Bartlett, Vice President, Secretary and General Counsel
William M. Seuch, Esq.